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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

FOREIGN PROFIT QUALIFICATION

HELIO, INC.

Certificate of Status	0
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05 OCT 31 AM 8:43
DIVISION OF CORPORATIONS

05 OCT 31 PM 8:55
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.**

1. HELIO, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

HELIO (DELAWARE), INC.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3.

(FEI number, if applicable)

4. 01/27/2005

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 10960 Wilshire Blvd., Los Angeles, CA 90024

(Principal office address)

10960 Wilshire Blvd., Los Angeles, CA 90024

(Current mailing address)

8. Mobile service provider

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Deborah D. Skipper

Deborah D. Skipper
Asst. V. Pres.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: SEE ATTACHED RIDER

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

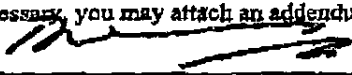
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Todd Tappin, Secretary & CPO
(Typed or printed name and capacity of person signing application)

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**OFFICERS/DIRECTORS RIDER
HELIO, INC.**

List of Officers

Name: Sky D. Dayton
Business Address: 10960 Wilshire Blvd. #600
Los Angeles, CA 90024

Title: CEO

Name: Todd Tappin
Business Address: 10960 Wilshire Blvd. #600
Los Angeles, CA 90024

**Title: CFO &
Secretary**

Name: Wonhee Sull
Business Address: 10960 Wilshire Blvd. #600
Los Angeles, CA 90024

Title: COO

List of Directors:

Name: Sky D. Dayton
Business Address: 10960 Wilshire Blvd. #600
Los Angeles, CA 90024

Name: Thomas E. Wheeler
Business Address: 10960 Wilshire Blvd. #600
Los Angeles, CA 90024

Name: Jin Woo So
Business Address: 11, Euljiro-ga, Jung-gu
Seoul, 100-999, Korea

Name: Charles G. Betty
Business Address: 1373 Peachtree St.
Atlanta, GA 30309

Name: Wonhee Sull
Business Address: 11, Euljiro-ga, Jung-gu
Seoul, 100-999, Korea

Name: Young Chul Kim
Business Address: 11, Euljiro-ga, Jung-gu
Seoul, 100-999, Korea

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Delaware

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The First State

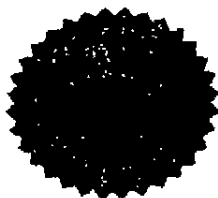
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HELIO, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HELIO, INC." WAS INCORPORATED ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4252353

DATE: 10-26-05

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